

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11  
Troika Media Group, Inc., et al.,<sup>1</sup> : Case No. 23-11969 (DSJ)  
Debtors. : (Jointly Administered)  
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**NOTICE OF CONTRACTS TO BE ASSUMED AND ASSIGNED AT CLOSING**

**PLEASE TAKE NOTICE** that on December 7, 2023, the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York (the “Court”).

**PLEASE TAKE FURTHER NOTICE** that on December 7, 2023, in connection with the proposed sale of the Debtors’ Assets, the Debtors filed a motion [Docket No. 14] (the “Motion”) seeking, among other things, the entry of an order approving bid procedures governing the sale (the “Bidding Procedures”) and procedures for the assumption and assignment of executory contracts and unexpired leases in connection with the sale of the Debtors’ assets (the “Assumption and Assignment Procedures”).

**PLEASE TAKE FURTHER NOTICE** that on January 3, 2024, the Court entered an order (the “Bidding Procedures Order”)<sup>2</sup> [Docket No. 77] granting the relief sought in the Motion, including, among other things, approving the Bidding Procedures and the Assumption and Assignment Procedures.

**PLEASE TAKE FURTHER NOTICE** that on January 4, 2024, the Debtors filed the *Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection With Sale of All or Substantially All Assets* [Docket No. 96] (the “Original Notice”), which notice (i) identified each executory contract and unexpired non-residential lease that the Debtors may assume and assign to a potential bidder in connection with a sale of their Assets and (ii) set forth the proposed amount necessary to cure any defaults under each such executory contract and unexpired lease.

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<sup>1</sup> The Debtors in these chapter 11 cases and the last four (4) digits of each Debtor’s federal taxpayer identification number are as follows: Troika Media Group, Inc. (1552), Troika Mission Worldwide, Inc. (3406), Troika Services, Inc. (6042), Troika Design Group, Inc. (4560), Troika Production Group, LLC (3392), Troika-Mission Holdings, Inc. (8417), MissionCulture LLC (1903), Mission Media USA, Inc. (1312), Troika IO, Inc. (4013), CD Acquisition Corp. (none), Converge Direct, LLC (0788), Converge Direct Interactive, LLC (8110), and Lacuna Ventures, LLC (2168). The Debtors’ executive headquarters are located at 25 West 39th Street, 6th Floor, New York, NY 10018.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings given to them in the Bidding Procedures Order.

**PLEASE TAKE FURTHER NOTICE** that on January 19, 2024, the Debtors filed the *Notice of Cancellation of Auction and Selection of Successful Bidder* [Docket No. 143] identifying Lender AcquisitionCo, LLC as the Successful Bidder for the Assets.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Bidding Procedures Order, prior to the Sale Hearing, the Debtors are required to file a Closing Assignment Notice which sets forth (i) each Closing Assigned Contract that is proposed to be assumed and assigned to the Successful Bidder at the closing of the sale of the Assets and (ii) the Cure Amount corresponding to each Closing Assigned Contract. Such information is set forth on Exhibit A attached hereto.

**PLEASE TAKE FURTHER NOTICE** that copies of the Motion, the Bidding Procedures, the Bidding Procedures Order, and the Original Notice are available: (a) free of charge upon request to Kroll Restructuring Administration LLC (the notice and claims agent retained in these Chapter 11 Cases) by calling (844) 647-8506 (U.S./Canada) or +1 (646) 493-0388 (International); (b) by visiting the website maintained in these Chapter 11 Cases at <https://cases.ra.kroll.com/troika> (the "Case Website"); or (c) for a fee via PACER by visiting <http://www.nysb.uscourts.gov>.

Dated: January 25, 2024  
New York, New York

WILLKIE FARR & GALLAGHER LLP

By: /s/ Brian S. Lennon

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*Proposed Counsel for the Debtors and  
Debtors-in-Possession*

**Exhibit A**

**Closing Assigned Contracts**

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	25 West 39 <sup>th</sup> Street Realty LLC	4/19/2019	\$0.00
Converge Direct, LLC	American Residential Services LLC	4/11/2023	\$0.00
Converge Direct, LLC	Automobile Club of Southern California	2/16/2016	\$0.00
Converge Direct, LLC	Automobile Club of Southern California	10/11/2022	\$0.00
Converge Direct, LLC	Amicus, LLC (d/b/a Broughton Partners)	2/28/2023	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Decibel LLC	9/16/2022	\$0.00
Converge Direct, LLC	Erie Construction Mid-West LLC	3/31/2023	\$0.00
Converge Direct, LLC	Groundworks Operations, LLC	12/16/2022	\$0.00
Converge Direct, LLC	ICOHS College	5/1/2021	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	Leaf Home, LLC	3/31/2023	\$0.00
Converge Direct, LLC	Marasco & Nesselbush Law Offices L.L.P.	9/1/2023	\$0.00
Converge Direct, LLC	New England Institute of Technology	11/1/2018	\$0.00
Converge Direct, LLC	Pointer Leads LLC	1/24/2024	\$0.00
Converge Direct, LLC	Renewal By Anderson Corporation	12/10/2014	\$0.00
Converge Direct, LLC	Renewal By Anderson LLC	12/10/2014	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	Southern New England Windows, LLC, on behalf of S&L Windows and Doors, LLC (NC), Southwest Windows and Doors, LLC (AZ), J&M Windows, Inc, LLC (PA), Window Warmth, LLC (CO), Central Texas Windows and Doors, LLC( SO TX), North Texas Windows and Doors, LLC (NO TX), Oklahoma Windows and Doors, LLC (OK)	11/15/2019	\$0.00
Converge Direct, LLC	Garden State Custom Windows, LLC on behalf of Garden State Custom Windows, LLC, Long Island Custom Windows, LLC, Jemico, LLC, Fairchester Windows LLC, Atlanta Custom Windows, LLC and Windows and its parent companies, subsidiaries, affiliates and related parties	11/5/2019	\$0.00
Converge Direct, LLC	Service Master Brands L.L.C. (Terminix)	2/10/2012	\$0.00
Converge Direct, LLC	Tort Experts, LLC	6/9/2023	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	TruGreen Limited Partnership	2/3/2023	\$0.00
Converge Direct, LLC	Converge Marketing Services, LLC	1/1/2023	\$0.00
Converge Direct, LLC	Jason Pharmaceuticals (Medifast)	1/1/2017	\$0.00
Converge Direct, LLC	Rotorooter Services Company	6/21/2022	\$0.00
Converge Direct, LLC	SchoolsFirst Credit Union	2/19/2015	\$0.00
Converge Direct, LLC	Power Home Solar LLC	7/16/2021	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	On Point Legal Leads LLC	4/27/2022	\$0.00
Converge Direct, LLC	Axiom Solutions, LLC	2/5/2021	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	Plateau Data Services, LLC	4/14/2022	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Case Direct LLC (d/b/a NIB Direct)	3/15/2021	\$0.00
Converge Direct, LLC	YepAds B.V.	2/24/2023	\$0.00
Converge Direct, LLC	Digital Media Solutions, LLC	9/3/2020	\$0.00
Converge Direct, LLC	Awesome Offers Inc.	10/27/2022	\$0.00
Converge Direct, LLC	Ad Practicioners, LLC (also referred to as Consumers Advocate)	5/17/2022	\$0.00



Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	Addicted Affiliate, LLC	11/8/2021	\$0.00
Converge Direct, LLC	adMobo, Inc.	2/8/2021	\$0.00
Converge Direct, LLC	Let's Make a Lead LLC	1/19/2023	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Adtherum	12/18/2020	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	ITS Limited	10/7/2021	\$0.00
Converge Direct, LLC	Avanto Media LLC	2/13/2023	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	Outside the Box Designs LLC (d/b/a Axad Capital)	6/2/2022	\$0.00
Converge Direct, LLC	Bennet & Sons Services LLC	9/27/2023	\$0.00
Converge Direct, LLC	Leadgen Network Organization, Inc. (d/b/a Billy.com)	2/6/2023	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	B Two Direct, LLC	4/27/2021	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	BW Ventures LLC (d/b/a Mint Global)	8/3/2022	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Call Trader LLC	1/14/2021	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	Clickso LLC	2/13/2023	\$0.00
Converge Direct, LLC	Common Acquire, LLC	9/7/2023	\$0.00
Converge Direct, LLC	Consumer Rating LLC	7/7/2022	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Diablo Media, LLC	4/20/2021	\$0.00
Converge Direct, LLC	Dobak Holdings LLC (d/b/a Blue Ink Digital)	7/5/2022	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC	DS Prospecting, LLC	7/21/2022	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	EMG Media Group Inc.	6/7/2022	\$0.00
Converge Direct, LLC	Flatiron Media, LLC	4/15/2022	\$0.00
Lacuna Ventures, LLC	Flatiron Media, LLC	3/4/2020	\$0.00
Converge Direct, LLC	Marketplace Operations Inc.	10/17/2023	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	FRST Moment LLC	9/4/2022	\$0.00
Converge Direct, LLC	Fuzeclick	2/3/2023	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	h2h Interactive Inc.	4/6/2022	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Inbounds LLC	8/11/2021	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Nocturnal Enterprises, LLC (Lido Labs)	9/9/2021	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Madera Digital LLC	1/14/2021	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Mobipium Lda	5/24/2022	\$0.00
Converge Direct, LLC	Next Click Partners, LLC	6/21/2023	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	Perform [CB] LLC	7/5/2022	\$0.00
Lacuna Ventures LLC	Perform [CB] LLC	1/28/2021	\$0.00
Converge Direct, LLC	Pipes.AI LLC	8/4/2022	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	PureAds, LLC	4/13/2022	\$0.00
Converge Direct, LLC	Pushnami, LLC	9/22/2022	\$0.00
Converge Direct, LLC	Revcontent LLC	3/3/2023	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	SBG Media Enterprise LLC	2/25/2023	\$0.00
Converge Direct, LLC	Search Vision Media Ltd	2/16/2023	\$0.00
Converge Direct, LLC	Home Media, LLC (d/b/a Three Ships)	7/2/2021	\$0.00
Converge Direct, LLC	THS Group, LLC	11/9/2022	\$0.00
Converge Direct, LLC	TrueBrand Media LLC	9/28/2023	\$0.00
Converge Direct, LLC	Version Two Media Ltd.	10/3/2022	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	Vellko Media	3/7/2023	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	White Start Media, Inc.	5/20/2022	\$0.00
Converge Direct, LLC	The Wisdom Companies LLC	8/8/2022	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Zeta Global Corp	5/20/2022	\$0.00
Converge Direct, LLC	ADSWAPPER INC	4/19/2023	\$0.00
Converge Direct, LLC	237Next, LLC	8/16/2022	\$0.00



Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Accera Digital, LLC	1/6/2021	\$0.00
Converge Direct, LLC	GDMgroup Asia Limited d/b/a HomeQuote	2/18/2022	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	The Affiliati Network, Inc.	1/6/2021	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	C3 Data LLC	5/7/2021	\$0.00
Converge Direct, LLC	CID Consulting (d/b/a Cx3 Ads)	10/27/2023	\$0.00
Converge Direct, LLC	Gannett Media Corp.	1/1/2022	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	Llama Call Solutions, LLC	7/29/2022	\$0.00
Converge Direct, LLC	S44, LLC (d/b/a SHIFT44)	3/3/2022	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Sharecare, Inc.	4/8/2021	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	WinLocal	9/9/2021	\$0.00
Converge Direct, LLC	EGB Media LLC	2/24/2023	\$0.00
Converge Direct, LLC	Amicus, LLC (d/b/a Broughton Partners)	3/1/2023	\$0.00
Converge Direct, LLC	Aflac	2014	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Admediary, LLC	4/10/2022	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	Affimedia B.V.	9/12/2023	\$0.00
Converge Direct, LLC	Birdog Media	2/2/2021	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	BrightReach Media Inc.	9/7/2021	\$0.00
Converge Direct, LLC	Britebox LLC	6/14/2022	\$0.00
Converge Direct, LLC	Click Thesis, LLC	11/5/2022	\$0.00
Converge Direct, LLC	CR Marketing ApS	10/3/2022	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	DigiPeak, LLC	2/27/2023	\$0.00
Converge Direct, LLC	Direct Agents, Inc.	3/1/2023	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Fluent, LLC	1/26/2021	\$0.00
Converge Direct, LLC	Leif Agency Ltd	4/24/2023	\$0.00
Converge Direct, LLC	LOUDINGADS SL	1/31/2023	\$0.00
Converge Direct, LLC	Madrivo Media, LLC	5/13/2021	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	MJ Ventures LLC (d/b/a Malbis)	6/2/2021	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	MoneyMailerUSA, Inc.	6/14/2022	\$0.00
Converge Direct, LLC	Point2Web LLC	7/13/2023	\$0.00
Converge Direct, LLC	Prime Publishing, LLC	1/31/2023	\$0.00
Converge Direct, LLC	Print Management Group, Inc.	7/26/2023	\$0.00
Converge Direct, LLC	Remodelwell, Inc.	10/20/2022	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Secco Squared LLC	9/21/2022	\$0.00
Lacuna Ventures, LLC and Converge Direct, LLC by assignment	Small Falls Media LLC	5/19/2022	\$0.00
Converge Direct, LLC	Target + Response Inc.	6/5/2023	\$0.00
Converge Direct, LLC	Typhon Interactive	12/30/2022	\$0.00
Converge Direct, LLC	What If Holdings, LLC	3/8/2022	\$0.00
Converge Direct, LLC	Bright Horizons Group LLC	12/21/2023	\$0.00

Debtor	Contract Counterparty	Date of Contract or Lease	Cure Amount
Converge Direct, LLC	iDrive Interactive, LLC	1/9/2024	\$0.00
Converge Direct, LLC	Dature Partners LLC	12/20/2023	\$0.00
Converge Direct, LLC	Integrated Data Solutions Group BV	1/9/2024	\$0.00
Converge Direct, LLC	Up On The Roof Technologies Inc. (d/b/a Instant Roofer)	11/28/2023	\$0.00
Converge Direct, LLC	Erie Construction Mid-West LLC	1/1/2024	\$0.00